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State of Delaware
Secretary of State
Division of Corporations
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SRV 050625610 - 3283408 FILE

CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION

♦ ♦ ♦ ♦

TheraSense, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent of its member filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Amended and Restated Certificate of Incorporation of said corporation:

RESOLVED, that effective August 1, 2005, the Amended and Restated Certificate of Incorporation of TheraSense, Inc. be amended by changing the first Article thereof so that, as amended, said Article shall be and read as follows:

"The name of the Corporation is Abbott Diabetes Care Inc."

SECOND: That in lieu of a meeting and a vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its Secretary, this 28th day of July, 2005.


By: Henry Lynn Goldberg
Secretary